

**BEFORE THE TENNESSEE REGULATORY AUTHORITY**  
**Nashville, Tennessee**  
**November 24, 2003**

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In Re: *Implementation of the Federal Communications Commission's Triennial  
Review Order (Nine-month Proceeding) (Switching)*  
Docket No. 03-00491

**TALK AMERICA INC. RESPONSE TO**  
**BELLSOUTH TELECOMMUNICATIONS, INC.'S**  
**FIRST REQUESTS FOR PRODUCTION OF DOCUMENTS**

Talk America Inc. ("Talk") hereby submits its responses to BellSouth Telecommunications, Inc.'s ("BellSouth's") First Requests for Production of Documents.

**RPD 1:**

Produce all documents identified in response to BellSouth's First Set of Interrogatories.

**OBJECTION:**

Talk objects to the extent the request seeks confidential, proprietary, or privileged documents. Talk also incorporates by reference any and all objections that Talk raised in response to BellSouth's First Set of Interrogatories.

**RPD 2:**

Produce every business case in your possession, custody or control that evaluates, discusses, analyzes or otherwise refers or relates to the offering of a qualifying service in the State of Tennessee.

**OBJECTION:**

Talk objects on the grounds that the request seeks discovery of documents that are unrelated to the analysis the TRA will conduct, irrelevant to the issues in the case, and not reasonably calculated to lead to the discovery of admissible evidence, inasmuch as the FCC ruled that the impairment analysis is not to be based on individual carriers' business models. Talk also objects on the grounds the request seeks the disclosure of confidential and proprietary business information.

**RPD 3:**

Produce all documents referring or relating to the average monthly revenues you receive from end user customers in Tennessee to whom you only provide qualifying service.

**OBJECTION:**

Talk objects on the grounds that the request seeks discovery of information already in BellSouth's possession. Talk also objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk objects on the grounds the request for "all" documents is overbroad and unduly burdensome. Talk objects to the use of the terms "qualifying service" and "nonqualifying service" on the grounds the terms are subject to differing interpretations.

**RPD 4:**

Produce all documents referring or relating to the average number of access lines you provide to end user customers in Tennessee to whom you only provide qualifying service.

**OBJECTION:**

Talk objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk objects on the grounds the request for “all” documents is overbroad and unduly burdensome. Talk objects to the use of the terms “qualifying service” and “nonqualifying service” on the grounds the terms are subject to differing interpretations.

**RPD 5:**

Produce all documents referring or relating to the average monthly revenues you receive from end user customers in Tennessee to whom you only provide non-qualifying service.

**OBJECTION:**

Talk objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk objects on the grounds the request for “all” documents is overbroad and unduly burdensome. Talk objects to the use of the terms “qualifying service” and “nonqualifying service” on the grounds the terms are subject to differing interpretations.

**RPD 6:**

Produce all documents referring or relating to the average monthly revenues you receive from end user customers in Tennessee to whom you provide both qualifying and non-qualifying service.

**OBJECTION:**

Talk objects on the grounds that it seeks discovery of information already in BellSouth's possession. Talk also objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk objects on the grounds the request for "all" documents is overbroad and unduly burdensome. Talk objects to the use of the terms "qualifying service" and "nonqualifying service" on the grounds the terms are subject to differing interpretations.

**RPD 7:**

Produce all documents referring or relating to the average number of access lines you provide to end user customers in Tennessee to whom you provide both qualifying and non-qualifying service.

**OBJECTION:**

Talk objects on the grounds the request for "all" documents is overbroad and unduly burdensome.

**RPD 8:**

Provide all documents referring or relating to the classifications used by TalkAmerica to offer service to end user customers Tennessee (e.g., residential customers, small business customers, mass market customers, enterprise customers, or whatever type of classification that you use to classify your customers).

**OBJECTION:**

Talk objects on the grounds the request seeks confidential, proprietary, or privileged documents. Talk also objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk objects on the grounds the request for "all" documents is overbroad and unduly burdensome. Talk incorporates by reference any and all objections that Talk raised in response to BellSouth's First Set of Interrogatories.

**RPD 9:**

Produce all documents referring or relating to the average acquisition cost for each class or type of end user customer served by TalkAmerica, as requested in BellSouth's First Set of Interrogatories, No. 34.

**OBJECTION:**

Talk objects to the extent the request seeks confidential, proprietary, or privileged documents. Talk also objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk objects on the grounds the request for "all" documents is overbroad and unduly burdensome. Talk incorporates by

reference any and all objections that Talk raised in response to BellSouth's First Set of Interrogatories.

**RPD 10:**

Produce all documents referring or relating to the typical churn for each class or type of end user customer served by TalkAmerica, as requested in BellSouth's First Set of Interrogatories, No. 35.

**OBJECTION:**

Response: Talk America incorporates its objection to Interrogatory No. 35.

**RPD 11:**

Produce all documents referring or relating to how TalkAmerica determines whether to serve an individual customer's location with multiple DS0s or with a DS1 or larger transmission system.

**RESPONSE:**

Talk America has no documents responsive to this request, as it does not serve any customer locations with a DS1 or larger transmission system.

**RPD 12:**

Produce all documents referring or relating to the typical or average number of DS0s at which TalkAmerica would choose to serve a particular customer with a DS1 or larger transmission system as opposed to multiple DS0, all other things being equal.

**RESPONSE:**

Talk America has no documents responsive to this request, as it does not serve any customer locations with a DS1 or larger transmission system.

**RPD 13:**

Produce all documents referring or relating to the cost of capital used by TalkAmerica in evaluating whether to offer a qualifying service in a particular geographic market.

**OBJECTION:**

Talk objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk objects on the grounds the request for "all" documents is overbroad and unduly burdensome. Talk objects to the use of the terms "qualifying service" and "nonqualifying service" on the grounds the terms are subject to differing interpretations. Talk objects to the use of the term "cost of capital" on the grounds the term is subject to differing interpretations.

**RPD 14:**

Produce all documents referring or relating to the time period used by TalkAmerica in evaluating whether to offering a qualifying service in a particular geographic market

(e.g., one year, five years, ten years or some other time horizon over which a project is evaluated)?

**OBJECTION:**

Talk objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk also objects on the grounds the request for “all” documents is overbroad and unduly burdensome. Talk objects to the use of the terms “qualifying service” and “nonqualifying service” on the grounds the terms are subject to differing interpretations. Talk objects to the use of the term “geographic market” on the grounds the term is subject to differing interpretations.

**RPD 15:**

Produce all documents referring or relating to your estimates of sales expense when evaluating whether to offer a qualifying service in a particular geographic market.

**OBJECTION:**

Talk objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk also objects on the grounds the request for “all” documents is overbroad and unduly burdensome. Talk objects to the use of the terms “qualifying service” and “nonqualifying service” on the grounds the terms are subject to differing interpretations. Talk objects to the use of the term “sales expense” on the grounds the term is subject to differing interpretations.



**RPD 16:**

Produce all documents referring or relating to your estimates of general and administrative (G&A) expenses when evaluating whether to offer a qualifying service in a particular geographic market.

**OBJECTION:**

Talk objects on the grounds the request seeks the disclosure of confidential and proprietary business information. Talk also objects on the grounds the request for "all" documents is overbroad and unduly burdensome. Talk objects to the use of the terms "qualifying service" and "nonqualifying service" on the grounds the terms are subject to differing interpretations. Talk objects to the use of the term "general and administrative (G&A) expenses" on the grounds the term is subject to differing interpretations.

**RPD 17:**

Produce all documents referring or relating to any complaints by TalkAmerica or its end user customers about individual hot cuts performed by BellSouth since January 1, 2000.

**RESPONSE:**

Talk America has no documents responsive to this request.

**RPD 18:**

Produce all documents referring or relating to a batch hot cut process used by any ILEC in the BellSouth region that is acceptable to TalkAmerica or that TalkAmerica believes is superior to BellSouth's batch hot cut process.

**RESPONSE:**

Talk America has no documents that are responsive to this request.

**RPD 19:**

Produce all documents referring or relating to an individual hot cut process used by any ILEC in the BellSouth region that is acceptable to TalkAmerica or that TalkAmerica believes is superior to BellSouth's individual hot cut process.

**RESPONSE:**

Talk America has no documents that are responsive to this request.

**RPD 20:**

Produce all documents referring or relating to a batch hot cut process used by any ILEC outside the BellSouth region that is acceptable to TalkAmerica or that TalkAmerica believes is superior to BellSouth's batch hot cut process.

**RESPONSE:**

Talk America has no documents that are responsive to this request.

**RPD 21:**

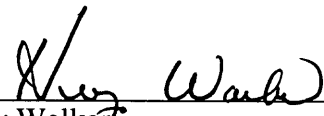
Produce all documents referring or relating to an individual hot cut process used by any ILEC outside the BellSouth region that is acceptable to TalkAmerica or that TalkAmerica believes is superior to BellSouth's individual hot cut process.

**RESPONSE:**

Talk America has no documents that are responsive to this request.

Respectfully submitted,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

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